



Michael S. McFalls

Partner

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Practice

Mike represents leading companies across a variety of industries before the Federal Trade Commission and Department of Justice in antitrust investigations and litigation. Mike has worked on some of the most challenging mergers and acquisitions in the antitrust world, and has also led the defense of companies in some of the most challenging federal and state AG antitrust investigations of commercial behavior.

In addition, Mike counsels companies on joint venture, licensing and standard-setting questions in life sciences and IT-based industries. He has spoken, written and testified about antitrust issues involving intellectual property, and has chaired the Computer & Internet Committee and co-chaired the Intellectual Property Committee of the ABA Antitrust Section.

Mike's non-merger work builds on his experience at the FTC, where he was attorney-advisor to Chairman Robert Pitofsky from 1998 to 2000. Mike participated in pathbreaking nonmerger investigations, including the first investigations into Hatch-Waxman settlements and product-hopping, as well dominant-firm issues in the semiconductor industry. He also helped draft the FTC/DOJ Antitrust Guidelines for Collaborations among Competitors.

In 2000, Mike returned to a large international law firm, where he shepherded major transactions involving Abbott Laboratories, Procter & Gamble and XM Radio (among others) through the agencies. He also represented a number of life sciences companies in FTC and DOJ investigations, none of which resulted in agency challenges or consent decrees. Among his clients are Pfizer, Medtronic, TPG and Bain. Mike joined Ropes & Gray in 2010.

Experience

- Advising Medtronic on the CMA review of its preferred partnership with Animas Corporation.
- Advised Pfizer on the sale of its Hospira Infusion Business to ICU Medical, valued at \$1. billion.

Education

- JD, Order of the Coif, University of Virginia School of Law, 1995
- MA, University of North Carolina at Chapel Hill, 1992
- BA, with high distinction, University of Michigan, Ann Arbor, 1989; Phi Beta Kappa

Bar Admissions

- District of Columbia, 2001

- Advised Pfizer on its nearly \$14 billion acquisition of Medivation, Inc.
- Led Pfizer's efforts before the FTC in its \$17 billion acquisition of Hospira, and is advising Pfizer on its historic \$160 billion acquisition of Allergan.
- Leading Shire's efforts before the FTC in its \$32 billion combination with Baxalta in the largest rare disease drug combination.
- Advised AbbVie on its \$21 billion acquisition of Pharmacyclics, which obtained FTC approval without Second Request.
- Led Cubist before the FTC in its \$9 billion combination with Merck, and its earlier acquisitions of Trius and Optimer, all without Second Request.
- Led the efforts of TPG and Par before the FTC to obtain clearance for Par's \$8 billion combination with Endo, which closed less than four months after filing.
- Represented Inspiration Biopharmaceuticals before the FTC in its sale to Baxter, persuading the FTC to close without remedy despite a Second Request.
- Represented a global biotechnology company before the FTC in its \$3.25 billion purchase of remaining rights in Tysabri from Elan, closed without Second Request.
- Represented TPG in its sale of DataQuick to CoreLogic, resolved with a licensing remedy (not divestiture) despite FTC Second Request.
- Represented Bain its successful sale of MEI to Crane without FTC remedy despite a Second Request.
- Represented Covidien in its acquisitions of ev3, Newport, and SuperDimension without Second Request.
- Represented TPG and Immucor in Immucor's acquisition of limited diagnostic business from Hologic, without Second Request.
- Represented Becton Dickinson before the FTC in the sale of its labware business to Corning, and its acquisitions of Safety Syringes, Inc. and Accuri Cytometers.
- Represented the Hospital of Saint Raphael in its combination with Yale-New Haven Hospital, which closed successfully after investigation by the FTC and State of Connecticut.
- Represented Genzyme in transactions with LabCorp, Sekisui and Sanofi-Aventis before FTC without Second Request.
- Represented Biomet as divestee of the ortho trauma unit in the J&J/Synthes combination.
- Represented Berkshire in the acquisition of Lightower and Sidera before DOJ, without Second Request.

Awards

- *Legal 500 US*, Merger Control (2019)
- *Legal 500 US*, Antitrust- Civil Litigation/Class Actions (2015-2018)
- *Chambers USA: America's Leading Lawyers for Business* (2005-2019)
- *Washington, D.C. Super Lawyers* (2007-2009, 2013-2016)
- *Best Lawyers in America*, Antitrust Law in District of Columbia, United States (2010-2020)

Publications

- Michael S. McFalls, "4 Beyond Incipency: FTC Enforcement of the Potential Competition Doctrine," *International Comparative Legal Guides* (November 2016)
- Michael S. McFalls, "Institutional Design and Federal Antitrust Enforcement Agencies: Renovation or Revolution?," *Competition Policy International* (September 2014)
- Michael S. McFalls, "Achieving the Most Effective Outside Counsel and Client Relationship for Both Transactional Issues and Merger Reviews," *Competition Policy International Antitrust Chronicle* (May 2013)
- Michael S. McFalls & Frances Murphy, "Reverse Payment Patent Settlements: A New Dawn under EU Competition Law?," *Pharma* (March/April 2010)
- Michael S. McFalls & Frances Murphy, "Would Have, Could Have, Should Have: An Antitrust Tragedy in Three Parts," *European Biopharmaceutical Review* (January 2010)
- Michael S. McFalls, "Chutes and Ladders: The Contemporary Merger Review Process before U.S. Antitrust Enforcement Agencies," *Licensing Journal* (September and October 2008)
- Joe Sims & Michael S. McFalls, "Market Power in High-Technology Industries," Stanford University Conference on Antitrust in the Technology Economy (June 2003)
- Joe Sims & Michael S. McFalls, "Negotiated Remedies: How Well Do They Solve Competition Problems?," 69 *Geo. Wash. L. Rev.* 932 (2001)
- Michael S. McFalls, "The Role of Classical Market Power in Joint Venture Analysis," 66 *Antitrust L.J.* 651 (1998)

Presentations

- Lead Government Lawyer, ABA Antitrust Section Merger Workshop, George Washington University (October 2015)

- Panelist, ABA Intellectual Property Section Annual Meeting, Hot Topics Antitrust Discussion (2015)
- Panelist, ABA Antitrust Program, “Ethical Pitfalls in Merger Negotiations” (2014)
- Panelist, “Antitrust Challenges in Hospital Mergers” (2012)
- Panelist, Lifecycle Management Issues and State AG Investigations, American Conference Institute Pharmaceutical Antitrust Conference (February 2010)
- Testimony before DOJ and FTC on Unilateral Effects as part of Revisions on Horizontal Merger Guidelines (January 2010)
- Chair, Antitrust Panel, Biotechnology Industry Organization (BIO) Global Annual Convention, San Diego (June 2008)
- Panelist on M&A Antitrust Issues, American Conference Institute Pharmaceutical Antitrust Conference (May 2008)
- Panelist, Antitrust Panel, Biotechnology Industry Organization (BIO) Global Annual Convention, Boston (2007)
- Presentation to Chinese antitrust delegation with Department of Commerce on antitrust issues involving intellectual property (2007)
- Panelist at Santa Clara Computer & High Tech Law Journal symposium on global antitrust challenges involving high-technology (January 2007)
- Panelist, Antitrust Panel, Biotechnology Industry Organization (BIO) Global Annual Convention, Chicago (2006)
- Panelist, M&A Issues, American Conference Institute In-House Pharmaceutical Forum (2005)
- Vice-Chair and Panelist, American Bar Association Section of Antitrust Law, “Antitrust & Intellectual Property: The Courts, Enforcers & Business World,” San Francisco (2004)
- Panelist, Antitrust Issues Involving Intellectual Property, OECD-DRC-SIPO High-Level Workshop on Intellectual Property in Beijing (2004)
- Testimony before DOJ and FTC on Antitrust Issues involving Intellectual Property (2002)
- Co-Chair, American Bar Association Section of Antitrust Law Fall Forum (2001)